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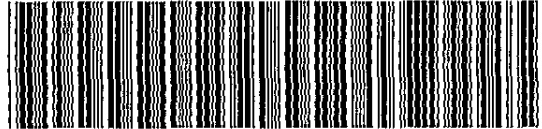
(Business Entity Name)

(Document Number)

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TALLAHASSEE, FLORIDA

J. BRYAN OCT 13 2005



ESTABLISHED 1924

FARR LAW FIRM

FARR, FARR, EMERICH, HACKETT & CARR, P.A.

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ELDER LAW
ASSET PROTECTION

October 11, 2005

Florida Department of State
Division of Corporations
Corporate Filings
P.O. Box 6327
Tallahassee, FL 32314

Re: TANDON FAMILY LIMITED PARTNERSHIP, LLLP

Dear Sir/Madam:


Please find enclosed for filing the following documents relative to
TANDON FAMILY LIMITED PARTNERSHIP, LLLP:

1. Certificate of Limited Partnership;
2. Affidavit of Capital Contributions;
3. Statement of Qualification for Florida Limited Liability Limited Partnership.

A check in the amount of \$1,810.00 is enclosed for the filing fee,
registered agent designation and Statement of Qualification (LLLP).

Thank you for your assistance.

Very truly yours,


DAVID A. HOLMES
For the Firm

DAH/dfd
Enclosures
034961.0001.30

EARL DRAYTON FARR, JR.
Of Counsel
GUY S. EMERICH
FL Bar Board Certified
Wills, Trusts & Estates Lawyer
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Real Estate Lawyer
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Marital & Family Lawyer
Certified Family Law Mediator
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JILL C. MCCRORY
TINA M. MAYS
WILL W. SUNTER

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CERTIFICATE OF LIMITED PARTNERSHIP
TANDON FAMILY LIMITED PARTNERSHIP, LLLP

On this 5th day of October, 2005, the undersigned, being authorized to form a limited liability limited partnership (the "Partnership") pursuant to the provisions of the Florida Revised Uniform Limited Partnership Act, as amended (the "Act"), hereby certify as follows:

1. **Name.** The name of the Partnership is TANDON FAMILY LIMITED PARTNERSHIP, LLLP.

2. **Registered Agent and Registered Office.** The name and address of the Partnership's registered agent and registered office address in required to be maintained by FLA. STAT. § 620.105 is DAVID A. HOLMES, 99 Nesbit Street, Punta Gorda, Florida 33950.

3. **Business Address.** The business and mailing address of the Partnership is 4000 MALTESE COURT, PUNTA GORDA, FLORIDA 33950.

4. **General Partner.** The name and address of the General Partner of the Partnership is:

JAGDISH S. TANDON
4000 Maltese Court
Punta Gorda, FL 33950

5. **Period of Existence.** The period of existence of the Partnership shall commence upon the filing of this Certificate of Limited Partnership with the Florida Department of State--Corporations Division and shall continue until dissolution January 1, 2104.

6. **Limited Partnership Agreement.** Any limited partnership agreement of the Partnership (the "Limited Partnership Agreement") must be in writing.

7. **Management.** The Partnership shall be managed by its General Partner in accordance with the procedures prescribed in the Limited Partnership Agreement; provided, however, that without prior written consent or authorization by the majority in interest of the Limited Partners of the Partnership, no General Partner shall be authorized to take any action set forth below:

a. commit act in contravention or violation of this certificate of limited partnership or the limited partnership agreement;

b. commit any act which would make it impossible to carry on the ordinary business of the partnership;

c. confess a judgment against the partnership other than in connection with third party loans to the partnership;

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CLERK OF SUPERIOR COURT
TALLAHASSEE, FLORIDA

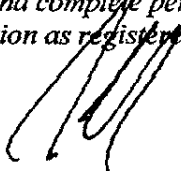
- d. possess any partnership property, or assign the rights of the partners in the specific partnership property, for other than a partnership purpose;
- e. assign the partnership property or assets in trust for creditors or on the basis of an assignee's promise or undertaking to pay the debts or obligations of the partnership;
- f. commingle partnership funds with the funds of others, or
- g. admit a person or entity as a general partner of the partnership except as provided in the limited partnership agreement;

GENERAL PARTNER:


JAGDISH S. TANDON

ACCEPTANCE

Having been named as registered agent and to accept service of process for the above stated limited liability partnership at the place designated in this certificate, I hereby accept the appointment as registered agent and agree to act in this capacity. I further agree to comply with the provisions of all statutes related to the proper and complete performance of my duties, and I am familiar with and accept the obligations of my position as registered agent.


DAVID A. HOLMES
Registered Agent

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DIVISION OF CORPORATIONS
TALLAHASSEE, FLORIDA

AFFIDAVIT OF CAPITAL CONTRIBUTIONS

for

TANDON FAMILY LIMITED PARTNERSHIP, LLLP

The undersigned, being the sole general partner of TANDON FAMILY LIMITED PARTNERSHIP, LLLP, a Florida limited liability limited partnership (the "Partnership") certifies as follows:

1. The total amount of the capital contributions of the limited partners of the Partnership to date is \$0.00.
2. The total amount contributed and anticipated to be contributed by the limited partners of the Partnership at this time is \$3,000,000.00.

FURTHER AFFIANT SAYETH NOT.

Subject to penalties of perjury, the general partner of the Partnership declares that it has read the foregoing and knows the contents thereof and that the facts stated therein are true and correct.

Signed this 4th day of October, 2005.

GENERAL PARTNER:

J S Tandon
JAGDISH S. TANDON

STATE OF FLORIDA
COUNTY OF CHARLOTTE

SWORN TO AND SUBSCRIBED to before me this 4th day of October, 2005 by JAGDISH S. TANDON, who () is personally known to me or (☒) has produced Florida License as identification.

(SEAL)

Shandalynn S. Wolf
NOTARY PUBLIC - STATE OF FLORIDA
Printed Name of Notary: SHANDALYNN S. WOLF, Notary Public
My Commission expires: STATE OF OHIO
My Commission Expires October 4, 2009